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Attorney for Cloyes Gear and Products, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:
	: Chapter 11 Case No.
GENERAL MOTORS CORP., <i>et al.</i> ,	:
	: 09-50026 (REG)
Debtors.	:
	: (Jointly Administered)
	:
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**LIMITED OBJECTION OF CLOYES GEAR
AND PRODUCTS, INC. TO PROPOSED CURE AMOUNT**

Cloyes Gear and Products, Inc. (“**Cloyes**”), by and through its undersigned attorney, objects to the proposed cure amount related to the above-captioned debtors’ (collectively, the “**Debtors**”) assumption and assignment of certain executory contracts by and between Cloyes and certain of the Debtors. Cloyes’ books and records reflect a different amount owed to Cloyes than is set forth on the Debtors’ contract website. Cloyes intends to resolve this objection with the Debtors pursuant to any applicable arbitration procedures in place between Cloyes and the Debtors.

Dated: June 15, 2009

Respectfully submitted,

/s/ Richard J. Bernard

Richard J. Bernard

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Attorney for Cloyes Gear and Products, Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on June 15, 2009 the foregoing *Limited Objection of Cloyes Gear and Products, Inc. to Proposed Cure Amount* was served by regular U.S. mail, postage prepaid, on the persons listed below:

General Motors Corporation
Cadillac Building
30009 Van Dyke Avenue
Warren, Michigan 48090-9025
Attn: Warren Common Center
Mailcode 480-206-114

The Debtors

U.S. Treasury
1500 Pennsylvania Avenue NW
Room 2312
Washington, D.C. 20220
Attn: Matthew Feldman, Esq.

U.S. Treasury

Vedder Price, P.C.
1633 Broadway
47th Floor
New York, New York 10019
Attn: Michael J. Edelman, Esq.
Michael L. Schein, Esq.

Counsel for Export Development Canada

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, New York 10036
Attn: Thomas Moers Mayer, Esq.
Kenneth H. Eckstein, Esq.
Gordon Z. Novod, Esq.

Counsel for the Official Committee of Unsecured Creditors

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Harvey R. Miller, Esq.
Stephen Karotkin, Esq.
Joseph H. Smolinsky, Esq.

Counsel for the Debtors

Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, New York 10281
Attn: John J. Rapisardi, Esq.

Counsel for the Purchaser

Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street
21st Floor
New York, New York 10004
Attn: Diana G. Adams, Esq.

United States Trustee

/s/ Richard J. Bernard

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